

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT					1. PAGE 1 QF 2	
2. PROC INSTRUMENT ID NO. (PIN) F33657-95-D-2965		3. SPIIN 000504	4. EFFECTIVE DATE NOV 18 1998	5. REQUISITION/PURCHASE REQUEST PROJECT NUMBER	6. BDC/DMS RATING	
7. ISSUED BY USAF/AFMC ASC/CDS BLDG 16, RM 129 2275 D. STREET WRIGHT-PATTERSON AFB, OH 45433-7233 BUYER: 2LT STEPHEN J. SMITH, ASC/CDSK (937) 255-7003*4647			CODE FA8622	8. ADMINISTERED BY (If other than Block 7) DCMC DAYTON AREA C, BLDG 30 1725 VAN PATTON DR WRIGHT PATTERSON AFB, OH 45433-5302		
9. CONTRACTOR MODERN TECHNOLOGIES CORPORATION 4032 LINDEN AVENUE DAYTON, OH 45432-3018			CODE 9J721	FACILITY CODE	10. SECURITY CLASSIFICATION U	
MAILING DATE NOV 18 1998			IF "9" FOR MULTIPLE FACILITIES SEE SECT "K"	11. DISCOUNT FOR PROMPT PAYMENT NET		
				1 st % DAYS 2 nd % DAYS 3 rd % DAYS		
12. PURCHASE OFFICE POINT OF CONTACT AQR/A8J/ANC						
13. THIS BLOCK APPLIES ONLY TO AMENDMENTS OF SOLICITATIONS <input type="checkbox"/> The above numbered solicitation is amended as set forth in Block 17. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation, or as amended by one of the following methods: (a) By signing and returning <u>copies of this amendment</u> ; (b) by acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE ISSUING OFFICE PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER if by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter provided such telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified. <input type="checkbox"/> The hour and date specified for receipt of offers <input type="checkbox"/> IS EXTENDED <input type="checkbox"/> IS NOT EXTENDED						
14. THIS BLOCK APPLIES ONLY TO MODIFICATIONS OF CONTRACTS <input type="checkbox"/> THIS CHANGE IS ISSUED PURSUANT TO THE CHANGE SET FORTH HEREIN ARE MADE TO THE ABOVE NUMBERED CONTRACT/ORDER. <input type="checkbox"/> THE ABOVE NUMBERED CONTRACT IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (Such as changes in paying office, appropriation data, etc.) SET FORTH HEREIN. <input checked="" type="checkbox"/> THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF IT MODIFIES THE ABOVE NUMBERED CONTRACT AS SET FORTH HEREIN. <u>SEE BLOCK 17</u> <input type="checkbox"/> THIS MODIFICATION IS ISSUED PURSUANT TO _____						
15. CONTRACT ADMINISTRATION DATA A. KIND OF MOD <u>C</u> B. MOD ABST RECIPIENT ADP PT C. DATE OF SIGNATURE D. CHANGE IN CONTRACT AMOUNT <input type="checkbox"/> INCREASE (+) <input type="checkbox"/> DECREASE (-) E. LOSING POJ/CAO ON TRANSFER F. GAINING POJ/CAO ON TRANSFER G. SVC/AGENCY USE						
16. ENTER ANY APPLICABLE CHANGES A. PAY CODE B. EFFECTIVE DATE OF AWARD C. CONTRACT (1) TYPE (2) KIND D. TYPE CONTRACTOR E. SURV CRIT F. SPL CONTR PROVISIONS G. PAYING OFC CODE H. DATE SIGNED I. SECURITY (1) CLAS (2) DATE OF DD 254 <u>S</u> <u>98 10 18</u>						
17. REMARKS (Except as provided herein, all items and conditions of the contract, as heretofore changed, remain unchanged and in full force and effect.) BLOCK 14: FAR 52.204-2 THE "SECURITY REQUIREMENTS" CLAUSE SUBJECT: REPLACEMENT OF ATCH. 2 TO SECTION J CHANGE IN CONTRACT PRICE: (NONE) CHANGE IN CONTRACT OBLIGATION: (NONE)						
18. <input type="checkbox"/> CONTRACTOR/OFFEROR IS NOT REQUIRED TO SIGN THIS DOCUMENT <input checked="" type="checkbox"/> CONTRACTOR/OFFEROR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN COPIES TO ISSUING OFFICE <u>1</u>						
19. CONTRACTOR/OFFEROR (Signature of person authorized to sign) BY: <u>Jeffrey A. Ross</u>			22. UNITED STATES OF AMERICA (Signature of Contracting Officer) BY: <u>Lytus Jordan</u>			
20. NAME/TITLE OF SIGNER (Type or Print) <u>Jeffrey A. Ross, CACM</u> <u>Senior Contract Admin</u>		21. DATE SIGNED <u>06 Nov 98</u>	23. NAME OF CONTRACTING OFFICER (Type or Print) <u>LYTUS JORDAN</u>		24. DATE SIGNED <u>98 NOV 17</u>	

1. In accordance with FAR 52.204-2 the "Security Requirements" the delivery order security classification is revised as follows at no increase in cost.

PART III - LIST OF DOCUMENTS, EXHIBITS AND OTHER ATTACHMENTS
SECTION J - List of Attachments and/or Exhibits

Attachment number two (2), DD form 254, dated 97 Dec 23 is hereby replaced in its entirety by DD form 254 revision 1, dated 98 Oct 18, attached hereto and made part hereof.

2. All other contract terms and conditions remain unchanged and in full force and effect as a result of this modification.
3. This supplemental agreement constitutes full settlement of all claims of the contractor arising out of or in connection with the changes effected hereby.

DEPARTMENT OF DEFENSE				1. CLEARANCE AND SAFEGUARDING			
CONTRACT SECURITY CLASSIFICATION SPECIFICATION				a. FACILITY CLEARANCE REQUIRED			
(The requirements of the DoD Industrial Security Manual apply to all security aspects of this effort)				Secret			
				b. LEVEL OF SAFEGUARDING REQUIRED			
				N/A			
2. THIS SPECIFICATION IS FOR: (X and complete as applicable)				3. THIS SPECIFICATION IS: (X and complete as applicable)			
<input checked="" type="checkbox"/> a. PRIME CONTRACT NUMBER F33657-95-D-2965/0005 Exp Date: 2000 09 26				<input checked="" type="checkbox"/> a. ORIGINAL (Complete date in all cases)		Date (YYMMDD) 98 10 18	
b. SUBCONTRACT NUMBER				b. REVISED (Supersedes all previous specs)		Revision No. Date (YYMMDD)	
c. SOLICITATION OR OTHER NUMBER DUE Date (YYMMDD)				c. FINAL (Complete Item 5 in all cases)		Date (YYMMDD)	
4. IS THIS A FOLLOW-ON CONTRACT? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO. If Yes, complete the following: Classified material received or generated under _____ (Preceding Contract Number) is transferred to this follow-on contract							
5. IS THIS A FINAL DD FORM 254? <input type="checkbox"/> YES <input checked="" type="checkbox"/> NO. If Yes, complete the following: In response to the contractor's requested dated _____, retention of the identified classified material is authorized for the period of _____							
6. CONTRACTOR (Include Commercial and Government Entity (CAGE) Code)							
a. NAME, ADDRESS, AND ZIP CODE Modern Technologies Corporation P. O. Box 31048 Dayton, Ohio 45432-3015				b. CAGE CODE 9J721		c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code) Defense Security Service Midwest (OMW) Operating Location 610 South Canal Street, Room 800 Chicago, Illinois 60607-4599	
7. SUBCONTRACTOR							
a. NAME, ADDRESS, AND ZIP CODE N/A				b. CAGE CODE N/A		c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code) N/A	
8. ACTUAL PERFORMANCE							
a. LOCATION N/A				b. CAGE CODE N/A		c. COGNIZANT SECURITY OFFICE (Name, Address, and Zip Code) N/A	
9. GENERAL IDENTIFICATION OF THIS PROCUREMENT Provide the B-2 System Program Office with technical support for flight test, production and fact finding efforts.							
10. THIS CONTRACT WILL REQUIRE ACCESS TO:				11. IN PERFORMING THIS CONTRACT, THE CONTRACTOR WILL:			
YES NO				YES NO			
a. COMMUNICATIONS SECURITY (COMSEC) INFORMATION				a. HAVE ACCESS TO CLASSIFIED INFORMATION ONLY AT ANOTHER CONTRACTOR'S FACILITY OR A GOVERNMENT ACTIVITY			
<input type="checkbox"/> <input checked="" type="checkbox"/>				<input checked="" type="checkbox"/> <input type="checkbox"/>			
b. RESTRICTED DATA				b. RECEIVE CLASSIFIED DOCUMENTS ONLY			
<input type="checkbox"/> <input checked="" type="checkbox"/>				<input type="checkbox"/> <input checked="" type="checkbox"/>			
c. CRITICAL NUCLEAR WEAPON DESIGN INFORMATION				c. RECEIVE AND GENERATE CLASSIFIED MATERIAL			
<input type="checkbox"/> <input checked="" type="checkbox"/>				<input type="checkbox"/> <input checked="" type="checkbox"/>			
d. FORMERLY RESTRICTED DATA				d. FABRICATE, MODIFY, OR STORE CLASSIFIED HARDWARE			
<input type="checkbox"/> <input checked="" type="checkbox"/>				<input type="checkbox"/> <input checked="" type="checkbox"/>			
e. INTELLIGENCE INFORMATION				e. PERFORM SERVICES ONLY			
<input type="checkbox"/> <input checked="" type="checkbox"/>				<input type="checkbox"/> <input checked="" type="checkbox"/>			
(1) Sensitive Compartmented Information (SCI)				f. HAVE ACCESS TO U.S. CLASSIFIED INFORMATION OUTSIDE THE U.S. PUERTO RICO, U.S. POSSESSIONS AND TRUST TERRITORIES			
<input type="checkbox"/> <input checked="" type="checkbox"/>				<input type="checkbox"/> <input checked="" type="checkbox"/>			
(2) Non-SCI				g. BE AUTHORIZED TO USE THE SERVICES OF DEFENSE TECHNICAL INFORMATION CENTER (DTIC) OR OTHER SECONDARY DISTRIBUTION CENTER			
<input checked="" type="checkbox"/> <input type="checkbox"/>				<input type="checkbox"/> <input checked="" type="checkbox"/>			
f. SPECIAL ACCESS INFORMATION				h. REQUIRE A COMSEC ACCOUNT			
<input type="checkbox"/> <input checked="" type="checkbox"/>				<input type="checkbox"/> <input checked="" type="checkbox"/>			
g. NATO INFORMATION				i. HAVE TEMPEST REQUIREMENTS			
<input checked="" type="checkbox"/> <input type="checkbox"/>				<input checked="" type="checkbox"/> <input type="checkbox"/>			
h. FOREIGN GOVERNMENT INFORMATION				j. HAVE OPERATIONS SECURITY (OPSEC) REQUIREMENTS			
<input type="checkbox"/> <input checked="" type="checkbox"/>				<input checked="" type="checkbox"/> <input type="checkbox"/>			
i. LIMITED DISSEMINATION INFORMATION				k. BE AUTHORIZED TO USE THE DEFENSE COURIER SERVICE			
<input type="checkbox"/> <input checked="" type="checkbox"/>				<input type="checkbox"/> <input checked="" type="checkbox"/>			
j. FOR OFFICIAL USE ONLY INFORMATION				l. OTHER (Specify)			
<input checked="" type="checkbox"/> <input type="checkbox"/>				Notification of Government Security Activity and Visitor Group Security Agreement required.			
k. OTHER (Specify)				<input checked="" type="checkbox"/> <input type="checkbox"/>			

12. PUBLIC RELEASE. Any information (classified or unclassified) pertaining to this contract shall not be released for public dissemination except as provided by the Industrial Security Manual or unless it has been approved for public release by appropriate Government authority. Proposed public releases shall be submitted for approval prior to release.

☐ Direct ☒ Through (Specify).

ASC/PA
1865 Fourth Street, Suite 15
Wright-Patterson AFB, Ohio 45433-729

to the Directorate for Freedom of Information and Security Review, Office of the Assistant Secretary of Defense (Public Affairs) for review.
In the case of non-DoD User Agencies, requests for disclosure shall be submitted to that agency.

13. SECURITY GUIDANCE. The security classification guidance need for this classified effort is identified below. If any difficulty is encountered in applying this guidance or if any other contributing factor indicates a need for changes in this guidance, the contractor is authorized and encouraged to provide recommended changes; to challenge the guidance or the classification assigned to any information or material furnished or generated under this contract; and to submit any questions for interpretation of this guidance to the official identified below. Pending final decision, the information involved shall be handled and protected at the highest level of classification assigned or recommended. (Fill in as appropriate for the classified effort. Attach, or forward under separate correspondence, any documents/guidelines/extracts reference herein. Add additional pages as needed to provide complete

a. The following applies to this contract:

1. National Industrial Security Program Operating Manual (NISPOM), DoD 5220.22-M, dated Jan 95.
2. Fighter-Bomber Systems (SENIOR JERSEY) Program Security Directive (PSD), dated 1 May 98.
Paragraph 5-704 of the Fighter-Bomber System (SENIOR JERSEY) PSD, dated 1 May 98, has been rescinded.
3. Fighter-Bomber Systems (SENIOR JERSEY) Security Classification Guide (SCG), dated 1 Jul 98.
4. Fighter-Bomber Systems (SENIOR JERSEY) SCG Annex, dated 1 Jul 98 (Classification: S/SAR).

b. Ref Blk 10e: General Intelligence Material/Foreign Disclosure and Use of Special Intelligence Markings apply. See addendums for details.

c. Ref Blk 10j: For Official Use Only (FOUO) applies. See addendum for details.

d. Ref Blk 11a: Releasing contractor or Government activity will furnish complete classification guidance for the services to be performed. Contractor performance is restricted to the B-2 System Program Office, Bldg 2690 Loop Road, West, Wright-Patterson AFB, Ohio 45433-7148.

e. Blk 11i: TEMPEST and/or Emission Security (EMSEC) apply. For on-base work effort, EMSEC requirements are incumbent upon the Government.

f. Ref Blk 11j: The contractor must protect Government identified unclassified Critical Information to the same degree as it safeguards proprietary information. On-base contractor employees will participate in the instillation OPSEC program.

g. Contractor performance will occur on Wright-Patterson AFB, Ohio. The notification of Government Security Activity and Visitor Group Security Agreement applies.

h. Ref Blk 11l: Contractor employees needing access to Government computer systems will comply with the requirements of DoD 5200.2-R, Personnel Security Program.

i. Functional Area Chief: Mr. David J. Rothschild, ASC/CDSY, (937) 255-1783, ext 4662.

j. Functional Area Evaluator: Ms. Lynn M. Leftwich, ASC/YSOB (937) 255-9509.

14. ADDITIONAL SECURITY REQUIREMENTS. Requirements, in addition to ISM requirements, are established for this contract. (If Yes, identify the pertinent contractual clauses in the contract document itself, or provide an appropriate statement which identifies the additional requirements. Provide a copy of the requirements to the cognizant security office. Use Item 13 if additional space is needed.) ☒ Yes ☐ No

Ref Blk 10f: Special access requirements procedures apply. See Blk 13a for details.

15. INSPECTIONS. Elements of this contract are outside the inspection responsibility of the cognizant security office. (If Yes, identify specific areas or elements carved out and the activity responsible for inspections. Use Item 13 if additional space is needed.) ☒ Yes ☐ No

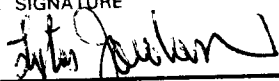
Ref Blk 11l: Contractor performance will occur on Wright-Patterson AFB, Ohio. The Defense Security Service (DSS) is relieved of inspection responsibility on the installation for all special access material. The B-2 SPO retains inspection responsibility for all special access SENIOR JERSEY program material

16. CERTIFICATION AND SIGNATURE. Security requirements stated herein are complete and adequate for safeguarding the classified information to be released or generated under this classified effort. All questions shall be referred to the official named below.

a. TYPED NAME OF CERTIFYING OFFICIAL	b. TITLE	c. TELEPHONE (Include Area Code)
Lytus Jordan	Contracting Officer	(937) 255-7003, 4652

d. ADDRESS (Include Zip Code)
ASC/CDSK
2275 D Street, Room 129
Wright-Patterson AFB, OH 45433-7233

e. SIGNATURE



ASC/SYS
COORDINATION
PC-ONLY

17. REQUIRED DISTRIBUTION

- | | |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | a. CONTRACTOR |
| <input checked="" type="checkbox"/> | b. SUBCONTRACTOR |
| <input checked="" type="checkbox"/> | c. COGNIZANT SECURITY OFFICE FOR PRIME AND SUBCONTRACTOR |
| <input checked="" type="checkbox"/> | d. U.S. ACTIVITY RESPONSIBLE FOR OVERSEAS SECURITY ADMINISTRATION |
| <input checked="" type="checkbox"/> | e. ADMINISTRATION CONTRACTING OFFICER |
| <input checked="" type="checkbox"/> | f. OTHERS AS NECESSARY ASC/SYS P |

1 Nov 98 SM